



CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

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RECORDATION NO. 7030-6

July 7, 1988

JUL 12 1988 - 8 AM

Secretary
Interstate Commerce Commission **INTERSTATE COMMERCE COMMISSION**
Attention: Recordation Unit
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

Gentlemen:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. §11303(a) and the regulations promulgated thereunder, are two executed counterparts of a secondary document, not previously recorded, entitled Release and Satisfaction and Bil of Sale dated May 2, 1988.

The parties to the enclosed release are:

First Pennsylvania Bank, N.A., successor to
The Pennsylvania Bank and Trust Company,
as Agent (Vendor)
3010 Market Street
Philadelphia, PA 19101

CSX Transportation, Inc. (Vendee)
Successor by merger to The Chesapeake
and Ohio Railway Company
100 North Charles Street
Baltimore, MD 21201

The enclosed document, among other things, terminates that certain Conditional Sale Agreement dated as of May 1, 1973 by and between Whittaker Corporation, Berwick Forge and Fabricating Division ("Builder") and The Chesapeake and Ohio Railway Company and the Agreement and Assignment dated as of May 1, 1973, from Builder to Vendor, recorded with the Interstate Commerce Commission on May 23, 1973 and assigned Recordation No. 7030, as supplemented by an Agreement dated May 1, 1979, recorded with the Commission on June 13, 1979, under Recordation No. 7030-A. Said document also releases all of the equipment under said Conditional Sale Agreement and Agreement and Assignment as amended and supplemented.

The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement and Agreement and Assignment as amended and supplemented. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

ICC OFFICE OF
THE SECRETARY
JUL 12 8 57 AM '88
MOTOR OPERATING UNIT

Enclosed is a check in the amount of \$13 in payment of the filing fee.

Once the filing has been made, please return to the undersigned stamped copies of the Release not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

P. J. Harlow

RFH/mw
Enclosures

RECORDATION NO. 7030-B
JUL 12 1988-8 55 AM
INTERSTATE COMMERCE COMMISSION

COUNTERPART NO. 1

OF 4

RELEASE AND SATISFACTION AND BILL OF SALE

COUNTERPARTS

THE CHESAPEAKE AND OHIO RAILWAY COMPANY
CONDITIONAL SALE AGREEMENT DATED AS OF MAY 1, 1973

KNOW ALL MEN BY THESE PRESENTS that First Pennsylvania Bank, N.A. (formerly The Pennsylvania Banking and Trust Company), as Agent, assignee of a certain Conditional Sale Agreement dated as of May 1, 1973, between Whittaker Corporation, Berwick Forge & Fabricating Division, U.S. Railway Manufacturing Company and The Chesapeake and Ohio Railway Company, hereby certifies that all of the \$5,500,000.00 Conditional Sale Indebtedness, with interest thereon at the rates of 7-3/4 and 8% per annum, has been fully paid or payment duly provided for, and all of the obligations under said Conditional Sale Agreement has been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

First Pennsylvania Bank, N.A. does hereby declare said Conditional Sale Agreement dated as of May 1, 1973, to be satisfied and cancelled and does consent that the same be discharged of record, and further First Pennsylvania Bank, N.A. does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (successor by merger to The Chesapeake and Ohio Railway Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement and now held by First Pennsylvania Bank, N.A.

IN WITNESS WHEREOF, First Pennsylvania Bank, N.A. has caused these presents to be executed in its name by one of its Asst Vice Presidents thereunto duly authorized and its corporate seal to be hereunto affixed and attested by one of its Assistant Secretaries as of this 2nd day of May, 1988.

ATTEST:

FIRST PENNSYLVANIA BANK, N.A.,
as Agent

Grian A. Buchanan

By Morgan

STATE OF PENNSYLVANIA)
) SS.
COUNTY OF PHILADELPHIA)

On this 2nd day of May, 1988, before me personally appeared CON HROMYCH, to me personally known, who, being by me duly sworn, says that he is an Asst Vice President of FIRST PENNSYLVANIA BANK, N.A., that the seal affixed to the foregoing instrument is the seal of said corporation, by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Lynne N. McCorry
Notary Public
LYNNE N. MCCORRY
Notary Public, Phila., Phila. Co.
My Commission Expires July 2, 1990